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7 MVL Film Finance LLC, Lucasfilm Ltd. LLC, and  
Lucasfilm Entertainment Company Ltd. LLC  
8

9  
10 UNITED STATES DISTRICT COURT  
11 CENTRAL DISTRICT OF CALIFORNIA

12 Sanrio, Inc., Disney Enterprises, Inc.,  
13 Marvel Characters, Inc., MVL Film  
Finance LLC, Lucasfilm Ltd. LLC and  
14 Lucasfilm Entertainment Company Ltd.  
LLC,  
15 Plaintiffs,

16 v.

17 George Wilson, an individual and d/b/a  
18 Wilsonswildcakecreations a/k/a  
wilsoncakeimaging; Danielle Wilson, an  
19 individual and d/b/a  
Wilsonswildcakecreations a/k/a  
20 wilsoncakeimaging; and Does 1 through  
10, inclusive,  
21

22 Defendants.

Case No.

COMPLAINT FOR COPYRIGHT  
INFRINGEMENT; TRADEMARK  
INFRINGEMENT; UNFAIR  
COMPETITION

DEMAND FOR A JURY TRIAL

23 Plaintiffs Sanrio, Inc. (“Sanrio”), Disney Enterprises, Inc. (“DEI”), Marvel  
24 Characters, Inc. and MVL Film Finance LLC (collectively “Marvel”), and Lucasfilm  
25 Ltd. LLC (“LFL”) and Lucasfilm Entertainment Company Ltd. LLC (“LECL”)  
26 (collectively “Lucasfilm”) (Sanrio, DEI, Marvel, and Lucasfilm are collectively  
27 referred to as “Plaintiffs”) for their Complaint allege as follows:  
28

**Allegations Common to All Claims for Relief**

**A. Jurisdiction and Venue**

1. The claim for copyright infringement under the Copyright Act, as amended, 17 U.S.C. §§ 101, *et seq.*, alleges the unauthorized use in interstate commerce of copyrights owned by Plaintiffs. The Court has jurisdiction over the subject matter of the claim for copyright infringement pursuant to 28 U.S.C. § 1331 and § 1338(a). The Court has jurisdiction over the subject matter of the claim for Trademark Infringement pursuant to the Lanham Trademark Act, as amended, 15 U.S.C., § 1051 *et seq.* and 28 U.S.C. § 1331 and § 1338.

2. Venue is proper within the Central District of California pursuant to 28 U.S.C. §§ 1391(b) and 1400(a).

**B. Introduction**

3. This case concerns the concerted, systematic and wholesale theft of various world-famous intellectual properties owned by Plaintiffs. Defendants are the owners, operators, and managers of an online and email solicitation based business and related enterprise, targeting California residents, that is actively selling, offering for sale, distributing, and/or manufacturing unlicensed and counterfeit edible cake frosting sheets and related items, which incorporate unauthorized likenesses of animated or live action characters or other logos owned by Plaintiffs (“Infringing Product”). Plaintiffs filed this action to combat the willful sale of unlicensed and counterfeit products bearing Plaintiffs’ exclusive copyrights and trademarks. Despite previous service of a cease and desist letter and the acknowledged receipt by Defendants, Defendants’ ongoing and unauthorized activity continues.

**C. Plaintiff Sanrio**

4. Sanrio is a corporation, duly organized and existing under the laws of California, having its principal place of business in South San Francisco. Plaintiff Sanrio is and, at all relevant times, has been, the exclusive U.S. licensee of Sanrio

1 Company, Ltd., a Japan corporation (“Sanrio Co.”). Plaintiff Sanrio is a wholly-  
2 owned subsidiary of Sanrio Co.

3 5. For more than forty years, Sanrio Co. has been engaged in the business  
4 of manufacturing, distributing and selling a wide range of products including, without  
5 limitation, character artwork created, developed and designed by Sanrio Co. for use  
6 by children and young adults. Certain of the characters and designs have achieved  
7 such global fame and popularity that Sanrio Co. has produced and distributed  
8 television programming for children based on the character artwork. One such  
9 television program is the animated television series entitled *Hello Kitty*.

10 6. A significant source of revenue for Sanrio Co. is the merchandising and  
11 licensing of distinctive elements bearing character artwork, including Hello Kitty,  
12 Dear Daniel, Bad Badtz Maru, Chococat, KeroKeroKeroppi, Landy, Little Twin  
13 Stars, Monkichi, My Melody, Patty and Jimmy, Pekkle, Picke Bicke, Pochacco,  
14 Tuxedo Sam, Wikipinki and Zashikbuta (hereinafter individually and collectively  
15 referred to as the “Sanrio Co. Characters”).

16 7. The revenue from products using the Sanrio Co. Characters sold in the  
17 United States is substantial. The appearance and other features of the Sanrio Co.  
18 Characters are inherently distinctive and serve to identify Sanrio as the source of  
19 products bearing the Sanrio Co. Characters. The design, configuration and distinctive  
20 features of the Sanrio Co. Characters and other Sanrio Co. copyrighted works, and of  
21 works related thereto (hereinafter individually and collectively referred to as “Sanrio  
22 Co.’s Copyrighted Designs”) are wholly original with Sanrio Co. and, as fixed in  
23 various tangible media, including, without limitation, edible goods and related  
24 merchandise, are copyrightable subject matter under the United States Copyright Act,  
25 17 U.S.C., §§ 101 *et seq.* Sanrio Co. is the owner of Sanrio Co.’s Copyrighted  
26 Designs and, as featured on and in connection with various merchandise, these  
27 designs constitute copyrightable subject matter under the Copyright Act of 1976, 17  
28 U.S.C. §§ 101, *et seq.*

1           8.     Sanrio Co. has complied in all respects with the laws governing  
2 copyright and has secured the exclusive rights and privileges in and to the copyrights  
3 to Sanrio Co.'s Copyrighted Designs, and Sanrio Co. owns one or more certificates of  
4 registration for works in which each of Sanrio Co.'s Copyrighted Designs appear. A  
5 representative list of copyright registrations for Sanrio Co.'s Copyrighted Designs is  
6 attached hereto as Exhibit A.

7           9.     Products featuring Sanrio Co.'s Copyrighted Designs manufactured, sold  
8 and distributed by Sanrio Co. or under its authority have been manufactured, sold and  
9 distributed in conformity with the provisions of the copyright laws. Sanrio Co. and  
10 those acting under its authority have complied with their obligations under the  
11 copyright laws and Sanrio Co. has at all times been and still is the sole proprietor or  
12 otherwise authorized to enforce all right, title and interest in and to the copyrights in  
13 each of Sanrio Co.'s Copyrighted Designs.

14          10.    Sanrio Co. owns all right, title and interest in and to and holds exclusive  
15 right to develop, manufacture, market and sell products bearing the trademarks, trade  
16 names, service marks, artwork, characters and other distinctive elements for and  
17 incorporating the Sanrio Co. Characters in the United States.

18          11.    Sanrio Co. is the owner of world famous registered marks which serve to  
19 distinguish Sanrio Co. products. Some of those trademarks have been used  
20 continuously for over twenty-five years. Each year, Sanrio Co. spends millions of  
21 dollars to develop and maintain the considerable good will it enjoys in its trademarks  
22 and in its reputation for high quality. A representative list of trademark registrations  
23 for the Sanrio Co. Characters is attached hereto as Exhibit B (collectively "Sanrio  
24 Co.'s Trademarks").

25          12.    Sanrio Co.'s Trademarks are all valid, extant and in full force and effect.  
26 Sanrio Co.'s Trademarks are all exclusively owned by Sanrio Co. Sanrio Co. has  
27 continuously used each of Sanrio Co.'s Trademarks from the registration date, or  
28

1 earlier, until the present and at all times relevant to the claims alleged in this  
2 Complaint.

3 13. As a result of advertising and sales, together with longstanding consumer  
4 acceptance, Sanrio Co.'s Trademarks identify Sanrio Co.'s products and authorized  
5 sales of these products. Sanrio Co.'s Trademarks have each acquired secondary  
6 meaning in the minds of consumers throughout the United States and the world. The  
7 Sanrio Co. Characters, Sanrio Co.'s Copyrighted Designs and Sanrio Co.'s  
8 Trademarks are collectively referred to herein as "Sanrio Co.'s Properties."

9 **D. Plaintiff DEI**

10 14. DEI is a corporation duly organized and existing under the laws of the  
11 State of Delaware, having its principal place of business in Burbank, California.

12 15. DEI is a subsidiary of The Walt Disney Company ("Disney").  
13 Disney, together with its subsidiaries, is a diversified worldwide entertainment  
14 company with operations in five business segments: Media Networks, Parks and  
15 Resorts, Studio Entertainment, Consumer Products and Interactive Media. Media  
16 Networks comprises international and domestic cable networks and its broadcasting  
17 business; Parks and Resorts comprises resorts and theme parks around the world,  
18 Disney Cruise Line and also licensed theme parks such as Tokyo Disney Resort in  
19 Japan; Studio Entertainment comprises live-action and animated theatrical and video  
20 motion pictures, musical recordings and live stage plays; Consumer Products  
21 comprises relationships with licensees, manufacturers, publishers and retailers  
22 throughout the world to design, develop, publish, promote and sell a wide variety of  
23 products based on DEI's intellectual property as well as its own Publishing and  
24 Retail; Interactive Media Group creates and delivers branded entertainment games  
25 and lifestyle content across interactive media platforms.

26 16. A significant aspect of DEI's business is the merchandising and  
27 licensing of distinctive elements associated with its motion picture and television  
28 programs. The distinctive elements licensed and/or merchandised by DEI include,

1 but are not limited to, the world-famous characters featured in numerous animated  
2 short films, feature length motion pictures and television programs produced over a  
3 period of more than seventy years, including, but not limited to, Mickey Mouse,  
4 Minnie Mouse, Minnie Mouse, Goofy, Donald Duck, Daisy Duck, Pluto and various  
5 characters from the motion pictures *Aladdin*, *Alice in Wonderland*, *Beauty and the*  
6 *Beast*, *Big Hero 6*, *Brave*, *Cars*, *Cinderella*, *Finding Nemo*, *Frozen*, *The Incredibles*,  
7 *The Little Mermaid*, *Maleficent*, *Monsters University*, *Mulan*, *The Nightmare Before*  
8 *Christmas*, *Pocahontas*, *The Princess and the Frog*, *Snow White and the Seven*  
9 *Dwarfs*, *Tangled*, *Tinker Bell and the Great Fairy Rescue*, *Toy Story*, and the  
10 television programs *Doc McStuffins*, *Dog with a Blog*, *Gravity Falls*, *Handy Manny*,  
11 *Henry Hugglemonster*, *Jake and the Neverland Pirates*, *Jessie*, *Jungle Junction*,  
12 *Kickin' It*, *Lab Rats*, *Liv and Maddie*, *Sheriff Callie's Wild West*, *Sofia the First*, and  
13 *Special Agent OSO* (hereinafter referred to as the "DEI Characters").

14 17. The revenue from products which use the DEI Characters is substantial.  
15 The appearance and other features of the DEI Characters are inherently distinctive  
16 and serve to identify DEI and its licensees as the source of products bearing the DEI  
17 Characters. The design, configuration and distinctive features of the DEI Characters  
18 and other DEI copyrighted works, and of works related thereto (hereinafter  
19 individually and collectively referred to as "DEI's Copyrighted Designs"), are wholly  
20 original with DEI and, as fixed in various tangible media, including merchandise, are  
21 copyrightable subject matter under the United States Copyright Act, 17 U.S.C.,  
22 Sections 101, *et seq.* DEI is the owner of DEI's Copyrighted *Designs* and, as featured  
23 on in connection with various merchandise, constitute copyrightable subject matter  
24 under the Copyright Act of 1976, 17 U.S.C. § 101, *et seq.*

25 18. DEI, and its predecessors in interest have complied in all respects with  
26 the laws governing copyright and have secured the exclusive rights and privileges in  
27 and to the copyrights to DEI's Copyrighted Designs, and DEI owns one or more  
28 certificates of registration for works in which each of DEI's Copyrighted Designs

1 appear. A representative list of copyright registrations for DEI's Copyrighted  
2 Designs is attached hereto as Exhibit C.

3 19. Products featuring DEI's Copyrighted Designs which are manufactured,  
4 sold and distributed by DEI or under its authority have been manufactured, sold and  
5 distributed in conformity with the provisions of the copyright laws. DEI and those  
6 acting under its authority have complied with their obligations under the copyright  
7 laws, and DEI, in its own right or as successor-in-interest, has at all times been and  
8 still is the sole proprietor or otherwise authorized to enforce all right, title and interest  
9 in and to the copyrights in each of DEI's Copyrighted Designs.

10 20. DEI is the owner of world famous registered marks which serve to  
11 distinguish DEI products ("DEI's Trademarks"). Some of those trademarks have  
12 been used continuously for over seventy years. Each year DEI spends a significant  
13 amount to develop and maintain the considerable goodwill it enjoys in its trademarks  
14 and in its reputation for high quality. A representative list of trademark registrations  
15 for DEI's Trademarks is attached hereto as Exhibit D.

16 21. DEI's Trademarks are all valid, extant and in full force and effect.  
17 DEI's Trademarks are all exclusively owned by DEI. DEI has continuously used  
18 each of DEI's Trademarks from the registration date, or earlier, until the present and  
19 at all times relevant to the claims alleged in this Complaint.

20 22. As a result of advertising and sales, together with longstanding consumer  
21 acceptance, DEI's Trademarks identify DEI's products and authorized sales of these  
22 products. DEI's Trademarks have each acquired secondary meaning in the minds of  
23 consumers throughout the United States and the world. DEI's Characters,  
24 Copyrighted Designs and Trademarks are collectively referred to herein as DEI's  
25 Properties.



1 **E. Marvel Plaintiffs**

2 23. The Marvel Plaintiffs are affiliates of DEI and are entities duly organized  
3 and existing under the laws of the State of Delaware, having their principal place of  
4 business in Burbank, California.

5 24. Marvel and certain of its affiliated companies are engaged in a variety of  
6 businesses, including, without limitation, the production, distribution, and/or  
7 licensing of comic books, motion pictures, licensed merchandise, toys and games  
8 featuring the well-known characters Spider-Man, The Avengers, Hulk, Iron Man,  
9 Captain America, Thor, Black Widow, Hawkeye, Scarlet Witch and Quicksilver  
10 (hereinafter individually and collectively referred to as the “Marvel Characters”).

11 25. The appearance and other features of the Marvel Characters are  
12 inherently distinctive and serve to identify Marvel and its licensees as the source of  
13 products bearing the Marvel Characters. The design, configuration and distinctive  
14 features of the Marvel Characters and other Marvel copyrighted works, and of works  
15 related thereto (hereinafter individually and collectively referred to as “Marvel’s  
16 Copyrighted Designs”), are wholly original with Marvel and, as fixed in various  
17 tangible media, including merchandise, are copyrightable subject matter under the  
18 United States Copyright Act, 17 U.S.C., Sections 101, *et seq.* Marvel is the owner of  
19 Marvel’s Copyrighted *Designs* and, as featured on in connection with various  
20 merchandise, constitute copyrightable subject matter under the Copyright Act of  
21 1976, 17 U.S.C. § 101, *et seq.*

22 26. Marvel, its predecessors in interest, and those acting under its authority,  
23 have complied with their obligations under the copyright laws and have secured the  
24 exclusive rights and privileges in and to the copyrights to Marvel’s Copyrighted  
25 Designs, and Marvel owns one or more certificates of registration for works in which  
26 each of Marvel’s Copyrighted Designs appear. A representative list of copyright  
27 registrations for Marvel’s Copyrighted Designs is attached hereto as Exhibit E.

28 27. Marvel is the owner of world famous registered marks which serve to



1 distinguish Marvel products (“Marvel’s Trademarks”). Marvel’s Trademarks are all  
2 valid, extant and in full force and effect. Marvel has continuously used each of  
3 Marvel’s Trademarks from the registration date, or earlier, until the present and at all  
4 times relevant to the claims alleged in this Complaint. The trademarks have been  
5 used continuously for over several years. A representative list of trademark  
6 registrations for Marvel’s Trademarks is attached hereto as Exhibit F.

7 28. As a result of advertising and sales, together with longstanding  
8 consumer acceptance, Marvel’s Trademarks identify Marvel’s products and  
9 authorized sales of these products. Marvel’s Trademarks have each acquired  
10 secondary meaning in the minds of consumers throughout the United States and the  
11 world. Marvel’s Characters, Copyrighted Designs and Trademarks are collectively  
12 referred to herein as Marvel’s Properties.

13 **F. Lucasfilm Plaintiffs**

14 29. The Lucasfilm Plaintiffs are affiliates of DEI and are corporations duly  
15 organized and existing under the laws of the State of California, having their principal  
16 place of business in Marin County, California.

17 30. The Lucasfilm Plaintiffs are some of the most celebrated film and  
18 entertainment companies in the world, producing some of the most famous motion  
19 pictures ever created.

20 31. The Lucasfilm Plaintiffs are the producers of the epic Star Wars film  
21 series, the creation of writer-producer-director George Lucas. Ever since the first Star  
22 Wars film premiered in 1977, the Star Wars saga has been a world-wide cultural  
23 phenomenon. The original Star Wars film broke all box office records and generated  
24 a series of six feature films (collectively, the "Star Wars Motion Pictures"), each of  
25 which is among the highest grossing motion pictures in United States box office  
26 history.

27 32. The immense popularity of the Star Wars Motion Pictures created a  
28 world-wide market for Star Wars licensed products including edibles, and numerous

1 other products. The Lucasfilm Plaintiffs and their affiliated companies oversee the  
2 manufacture, licensing, promotion, and sales of the consumer products business for  
3 Star Wars. Licensing of products related to the Star Wars Motion Pictures generates  
4 substantial revenue for the Lucasfilm Plaintiffs.

5 33. A significant source of revenue for the Lucasfilm Plaintiffs is the  
6 merchandising and licensing of distinctive elements bearing character and  
7 technological artwork, including, but not limited to, Luke Skywalker, Han Solo,  
8 Princess Leia, Wookiee, Anakin Skywalker, R2-D2, C-3PO, Darth Vader, Boba Fett,  
9 Yoda, Storm Trooper, Darth Maul, the X-Wing Fighter, Tie Fighter, Millennium  
10 Falcon, AT-AT Walker, Jedi Star Fighter, A-Wing Fighter and B-Wing Fighter  
11 (hereinafter individually and collectively referred to as the “Lucasfilm Characters”).

12 34. The revenue from products using the Lucasfilm Characters is substantial.  
13 The appearance and other features of the Lucasfilm Characters are inherently  
14 distinctive and serve to identify the Lucasfilm as the source of products bearing the  
15 Lucasfilm Characters. The design, configuration and distinctive features of the  
16 Lucasfilm Characters and other Lucasfilm copyrighted works, and of works related  
17 thereto (hereinafter individually and collectively referred to as the “Lucasfilm  
18 Copyrighted Designs”) are wholly original with LFL and, as fixed in various tangible  
19 media including, without limitation, merchandise, are copyrightable subject matter  
20 under the United States Copyright Act, 17 U.S.C., § 101, *et seq.* LFL is the owner of  
21 the Lucasfilm Copyrighted Designs and, as featured on and in connection with  
22 various merchandise, these designs constitute copyrightable subject matter under the  
23 Copyright Act of 1976, 17 U.S.C. § 101, *et seq.*

24 35. LFL has complied in all respects with the laws governing copyright and  
25 has secured the exclusive rights and privileges in and to the copyrights to the  
26 Lucasfilm Copyrighted Designs, and LFL owns one or more certificates of  
27 registration for works in which each of Lucasfilm’s Copyrighted Designs appear. A  
28 representative list of copyright registrations for LFL Copyrighted Designs is attached

1 hereto as Exhibit G. The Lucasfilm Copyrighted Designs manufactured, sold, and  
2 distributed by LFL or under its authority have been manufactured, sold, and  
3 distributed in conformity with the provisions of the copyright laws. LFL and those  
4 acting under its authority have complied with their obligations under the copyright  
5 laws. LFL is authorized to enforce all right, title, and interest in and to the copyrights  
6 in each of the Lucasfilm Copyrighted Designs.

7 36. LFL and LECL also own all right, title, and interest in and to and hold  
8 exclusive rights to develop, manufacture, market, and sell products bearing the  
9 trademarks, trade names, service marks, artwork, characters, and other distinctive  
10 elements for and incorporating the Lucasfilm Characters.

11 37. LFL owns numerous U.S. trademark registrations, including, but not  
12 limited to, STAR WARS® (Reg. No. 4728395) (collectively the “Lucasfilm  
13 Trademarks”).

14 38. The Lucasfilm Plaintiffs are the owners of world famous registered  
15 marks, which serve to distinguish Lucasfilm products.

16 39. The Lucasfilm Trademarks have been in continuous use in interstate and  
17 international commerce by the Lucasfilm Plaintiffs and their licensees in connection  
18 with the sale of products related to the Star Wars Motion Pictures since at least as  
19 early as the premiere of the first Star Wars film in 1977. Each year the Lucasfilm  
20 Plaintiffs spend substantial amounts to develop and maintain the considerable good  
21 will they enjoy in their trademarks and in their reputation for high quality.

22 40. As a result of the phenomenal success of the Star Wars Motion Pictures  
23 and three decades of extensive marketing and promotion in and on Star Wars related  
24 advertising, packaging and products, the Lucasfilm Trademarks are famous, have  
25 acquired secondary meaning in connection with the sale of Star Wars related  
26 products, and are strongly associated with Lucasfilm and the Star Wars Motion  
27 Pictures in the minds of the general public.  
28

1           41. The Lucasfilm Trademarks are all valid, extant, and in full force and  
 2 effect. The Lucasfilm Trademarks are exclusively owned by the Lucasfilm Plaintiffs.  
 3 The Lucasfilm Plaintiffs have continuously used each of the Lucasfilm Trademarks  
 4 from the registration date, or earlier, until the present and at all times relevant to the  
 5 claims alleged in this Complaint. The Lucasfilm Characters, Copyrighted Designs  
 6 and Trademarks are collectively referred to herein as the “Lucasfilm Properties.”

7           42. The Sanrio Co. Characters, DEI Characters, Marvel Characters and  
 8 Lucasfilm Characters, are collectively referred to herein as “Plaintiffs’ Characters.”  
 9 Sanrio Co.’s Copyright Designs, DEI’s Copyrighted Designs, Marvel’s Copyright  
 10 Designs, and the Lucasfilm Copyrighted Designs are collectively referred to herein as  
 11 “Plaintiffs’ Copyrighted Designs.” Sanrio Co.’s Trademarks, DEI Trademarks,  
 12 Marvel Trademarks, and Lucasfilm Trademarks are collectively referred to herein as  
 13 “Plaintiffs’ Trademarks.” Plaintiffs’ Copyrighted Designs and Plaintiffs’ Trademarks  
 14 are collectively referred to herein as “Plaintiffs’ Properties.”

#### 15 **G. Defendants**

16           43. Plaintiffs are informed and believe that Defendant George Wilson (“G.  
 17 Wilson”) is an individual and doing business as eBay seller  
 18 “wilsonswildcakecreations” and “wilsoncakeimaging” on eBay.com. Plaintiffs are  
 19 informed and believe that G. Wilson is a resident of Clinton Township, in the State of  
 20 Michigan. Plaintiffs are further informed and believe, and based thereon allege, that  
 21 G. Wilson had the right and ability to supervise or control the infringing activity  
 22 alleged herein and that G. Wilson had a direct financial interest in such activity. In  
 23 addition or alternatively, Defendant G. Wilson had knowledge or reason to know of  
 24 the infringing activity and took actions which contributed to such activity.

25           44. Plaintiffs are informed and believe that Defendant Danielle Wilson (“D.  
 26 Wilson”) is an individual and doing business as eBay seller  
 27 “wilsonswildcakecreations” and “wilsoncakeimaging” on eBay.com. Plaintiffs are  
 28 informed and believe that D. Wilson is a resident of Clinton Township, in the State of

1 Michigan. Plaintiffs are further informed and believe, and based thereon allege, that  
2 D. Wilson had the right and ability to supervise or control the infringing activity  
3 alleged herein and that D. Wilson had a direct financial interest in such activity. In  
4 addition or alternatively, Defendant D. Wilson had knowledge or reason to know of  
5 the infringing activity and took actions which contributed to such activity.

6 45. Upon information and belief, Does 1 – 10 are either entities or  
7 individuals who are residents of or present in this judicial district, and are subject to  
8 the jurisdiction of this Court. Upon information and belief, Does 1 – 10 are principals  
9 or supervisory employees, suppliers of the named defendants, or other entities or  
10 individuals who are manufacturing, distributing, selling and/or offering for sale  
11 merchandise in this judicial district which infringes some or all of Plaintiffs’  
12 Properties. The identities of the various Does are unknown to Plaintiffs at this time.  
13 The Complaint will be amended to include the names of such individuals when  
14 identified. The named defendants and Does 1 – 10 are collectively referred to herein  
15 as “Defendants.”

16 **F. Defendants’ Infringing Activities**

17 46. Upon information and belief, long after Plaintiffs’ adoption and use of  
18 Plaintiffs’ Properties on a diverse range of goods, and after Plaintiffs obtained the  
19 copyright and trademark registrations alleged above, Defendants adopted and used  
20 substantially identical likenesses of Plaintiffs’ Properties on Infringing Product,  
21 without Plaintiffs’ consent, by manufacturing, advertising, displaying, distributing,  
22 selling and/or offering to sell the Infringing Product. Defendants have caused the  
23 Infringing Product to enter into commerce and to be transported or used in commerce.  
24 Defendants are not licensed by Plaintiffs, or each of them, and at all relevant times  
25 were not authorized by Plaintiffs or any authorized agent of Plaintiffs to manufacture,  
26 import, distribute, sell and/or offer for sale the Infringing Product. Further,  
27 Defendants were previously served with written notice to cease their unauthorized  
28

1 activity but the unauthorized activity continued. Defendants are currently engaged in  
2 such uses and, unless enjoined by this Court, will continue such unauthorized uses.

3 47. By engaging in this conduct, Defendants have acted in willful disregard  
4 of laws protecting Plaintiffs' goodwill and related proprietary rights and have  
5 confused and deceived, or threaten to confuse and deceive, the consuming public  
6 concerning the source and sponsorship of the products. By their wrongful conduct,  
7 Defendants have traded upon and diminished Plaintiffs' goodwill.

8 **FIRST CLAIM FOR RELIEF**

9 **(For Copyright Infringement)**

10 48. Plaintiffs repeat and reallege all of the allegations contained in  
11 Paragraphs 1 through 47, inclusive, as though set forth herein in full.

12 49. Plaintiffs are informed and believe, and upon that basis allege, that the  
13 Defendants have each obtained gains, profits and advantages as a result of their  
14 infringing acts in amounts within the jurisdiction of the Court.

15 50. Plaintiffs are informed and believe, and upon that basis allege, that they  
16 have suffered and continue to suffer direct and actual damages as result of  
17 Defendants' infringing conduct as alleged herein, in amounts within the jurisdiction  
18 of this Court. In order to determine the full extent of such damages, including such  
19 profits as may be recoverable under 17 U.S.C. § 504, Plaintiffs will require an  
20 accounting from each Defendant of all monies generated from the manufacture,  
21 importation, distribution and/or sale of the Infringing Product as alleged herein. In  
22 the alternative, Plaintiffs may elect to recover, for each of its respective copyrighted  
23 works infringed, statutory damages pursuant to 17 U.S.C. § 504(c).

24 51. Plaintiffs have no other adequate remedy at law and have suffered and  
25 continue to suffer irreparable harm and damage as a result of the above-described  
26 acts. Plaintiffs are informed and believe, and upon that basis allege, that, unless  
27 enjoined by the Court, the unlawful infringement by Defendants of Plaintiffs'  
28 Copyrighted Designs will continue with irreparable harm and damage to Plaintiffs.

1 Accordingly, Plaintiffs seeks and requests permanent injunctive relief pursuant to 17  
2 U.S.C § 502.

3 52. By reason of the foregoing, Plaintiffs have incurred and will continue to  
4 incur attorneys' fees and other costs in connection with the prosecution of their claims  
5 herein, which attorneys' fees and costs Plaintiffs are entitled to recover from the  
6 Defendants, and each of them, pursuant to 17 U.S.C. § 505.

## 7 **SECOND CLAIM FOR RELIEF**

### 8 **(For Trademark Infringement)**

9 53. Plaintiffs repeat and reallege all of the allegations contained in  
10 paragraphs 1 through 47, inclusive, as though set forth herein in full.

11 54. Defendants' manufacture, importation, advertisement, display,  
12 promotion, marketing, distribution, sale and/or offer for sale of the Infringing Product  
13 is likely to cause confusion or to cause mistake or to deceive the relevant public and  
14 trade regarding the affiliation, sponsorship, endorsement or approval of the Infringing  
15 Product by Plaintiffs. Such confusion, mistake and deception is aggravated by the  
16 confusing similarity between Plaintiffs' Trademarks and the use of substantially  
17 identical likenesses on the Infringing Product in the same type of goods made,  
18 imported and sold by or under authority of Plaintiffs.

19 55. Plaintiffs are informed and believe, and upon that basis allege, that  
20 Defendants, and each of them, acted with knowledge of the federally registered  
21 trademarks alleged herein and of the valuable goodwill Plaintiffs enjoy in connection  
22 therewith, with intent to confuse, mislead and deceive the public into believing that  
23 the Infringing Product was made, imported and sold by Plaintiffs, and each of them,  
24 or are in some other manner, approved or endorsed by Plaintiffs, and each of them.

25 56. Plaintiffs have suffered and continue to suffer irreparable harm and  
26 damage as a result of Defendants' acts of trademark infringement in amounts thus far  
27 not determined but within the jurisdiction of this Court, which amounts should each  
28 be trebled pursuant to 15 U.S.C. § 1117. In order to determine the full extent of such



1 damages, including such profits as may be recoverable under 15 U.S.C. § 1117,  
2 Plaintiffs will require an accounting from each Defendant of all monies generated  
3 from the manufacture, importation, distribution and/or sale of the Infringing Product  
4 as alleged herein. In the alternative, Plaintiffs may elect to recover statutory damages  
5 pursuant to 15 U.S.C. § 1117(c).

6 57. Plaintiffs have no other adequate remedy at law and have suffered and  
7 continue to suffer irreparable harm and damage as a result of the above-described acts  
8 of infringement. Plaintiffs are informed and believe, and upon that basis allege, that,  
9 unless enjoined by the Court, the unlawful infringement will continue with irreparable  
10 harm and damage to Plaintiffs. Accordingly, Plaintiffs seek and request preliminary  
11 and permanent injunctive relief pursuant to 15 U.S.C § 1116.

12 58. By reason of the foregoing, Plaintiffs have incurred and will continue to  
13 incur attorneys' fees and other costs in connection with the prosecution of their claims  
14 herein, which attorneys' fees and costs Plaintiffs are entitled to recover from  
15 Defendants, and each of them, pursuant to 15 U.S.C. § 1117(c).

### 16 **THIRD CLAIM FOR RELIEF**

#### 17 **(For Unfair Competition)**

18 59. Plaintiffs repeat and reallege all of the allegations contained in  
19 paragraphs 1 through 47, inclusive, as though set forth herein in full.

20 60. Plaintiffs, at all relevant times, have been the owner or exclusive U.S.  
21 licensee of each of Plaintiffs' Properties, respectively.

22 61. Plaintiffs' Properties have each acquired a secondary and distinctive  
23 meaning among the public, which has come to identify each respective Plaintiff  
24 through various media, including films, books, television, theme parks, magazines  
25 and other sources, and through the distribution and sale of authorized merchandise,  
26 and the distinctive features of each, as designating products associated with Plaintiffs,  
27 and each of them. As a result of the extensive advertising, media exposure, sales and  
28 public recognition of Plaintiffs' Properties, combined with the positive experiences of

1 the public in its relationship with Plaintiffs, and each of them, Plaintiffs' Properties  
2 are each symbolic of Plaintiffs, and each of them, and representative of the images  
3 which the public has of Plaintiffs.

4 62. Plaintiffs are informed and believe, and upon that basis allege, that  
5 Defendants, and each of them, have, without permission, authority or license from  
6 Plaintiffs or their respective licensees, affixed, applied and/or used in connection with  
7 the manufacture, importation, advertisement, display, promotion, marketing,  
8 distribution, sale and/or offer for sale, false descriptions and representations,  
9 including words or other symbols which tend falsely to describe or represent such  
10 goods as Plaintiffs and/or affiliated with Plaintiffs, and have caused the entry of such  
11 goods into interstate commerce with full knowledge of the falsity of such  
12 designations of origin and such descriptions and representations, all to the detriment  
13 of Plaintiffs. Defendants, and each of them, by misappropriating and using one or  
14 more of Plaintiffs' Properties, have misrepresented and falsely described to the  
15 general public the origin, source, association, affiliation or sponsorship of their goods  
16 so as to create the likelihood of confusion by the ultimate purchaser as to both the  
17 source and sponsorship of said goods.

18 63. Plaintiffs are informed and believe, and upon that basis allege, that the  
19 Infringing Product being manufactured, imported, advertised, marketed, displayed,  
20 distributed, sold and/or offered for sale by Defendants, and each of them, are of  
21 inferior quality and that the sale and/or offer for sale thereof will be damaging to and  
22 dilute the goodwill and reputations of Plaintiffs.

23 64. Defendants' acts and conduct, as alleged herein, including, without  
24 limitation, the Defendants' duplication and imitation of Plaintiffs' Properties, are  
25 business practices likely to deceive or confuse the purchasing public and trade upon  
26 Plaintiffs' reputations, both as to the source, origin, sponsorship and approval of the  
27 goods provided and as to the affiliation, connection or association of Defendants, and  
28 each of them, with Plaintiffs and constitute acts of unfair competition, false

1 designation of origin and false representation of affiliation, all in violation of 15  
2 U.S.C. § 1125(a). Plaintiffs are informed and believe, and upon that basis allege, that  
3 each of Defendants' respective acts of reputation appropriation and unfair  
4 competition was willful.

5 65. Plaintiffs have no adequate remedy at law and have suffered and  
6 continue to suffer irreparable harm and damage as a result of Defendants' respective  
7 acts of unfair competition in amounts thus far not determined but within the  
8 jurisdiction of this Court, which amounts should each be trebled pursuant to 15  
9 U.S.C. § 1117.

10 66. Plaintiffs are informed and believe, and upon that basis allege, that  
11 unless enjoined by the Court the confusion and deception alleged above and the  
12 likelihood thereof will continue with irreparable harm and damage to Plaintiffs.  
13 Accordingly, Plaintiffs seek and request preliminary and permanent injunctive relief  
14 pursuant to 15 U.S.C. § 1116.

15 67. Plaintiffs are informed and believe, and upon that basis allege, that  
16 Defendants have each obtained gains, profits and advantages as a result of their  
17 wrongful acts of unfair competition in amounts not thus far determined but within the  
18 jurisdiction of this Court, which amounts should each be trebled, pursuant to 15  
19 U.S.C. § 1117.

20 68. In order to determine the full extent of such damages, including such  
21 profits as may be recoverable, Plaintiffs require an accounting from each Defendant  
22 of all monies generated from the manufacture, importation, distribution and/or sale of  
23 the Infringing Product.

24 69. By reason of the foregoing, Plaintiffs have incurred and will continue to  
25 incur attorneys' fees and other costs in connection with the prosecution of their claims  
26 herein, which attorneys' fees and costs Plaintiffs are entitled to recover from the  
27 Defendants, and each of them, pursuant to 15 U.S.C. § 1117.

28

**PRAYER FOR RELIEF**

WHEREFORE, Plaintiffs demand:

A. That Defendants, their agents, servants, employees, representatives, successor and assigns, and all persons, firms, corporations or other entities in active concert or participation with any of said Defendants, be immediately and permanently enjoined from:

1. Directly or indirectly infringing Plaintiffs' Properties in any manner, including generally, but not limited to, manufacture, importation, distribution, advertising, selling and/or offering for sale any merchandise which infringes the said Plaintiffs' Properties, and, specifically:

2. Importing, manufacturing, distributing, advertising, selling and/or offering for sale the Infringing Product or any other unauthorized products which picture, reproduce, copy or use the likenesses of or bear a confusing and/or substantial similarity to any of Plaintiffs' Properties;

3. Importing, manufacturing, distributing, advertising, selling and/or offering for sale in connection thereto any unauthorized promotional materials, labels, packaging or containers which picture, reproduce, copy or use the likenesses of or bear a confusing and/or substantial similarity to any of Plaintiffs' Properties;

4. Engaging in any conduct that tends falsely to represent that, or is likely to confuse, mislead or deceive purchasers, Defendants' customers and/or members of the public to believe the actions of Defendants, the products sold by Defendants or Defendants themselves are connected with Plaintiffs, are sponsored, approved or licensed by Plaintiffs, or are in some way affiliated with Plaintiffs;

5. Affixing, applying, annexing or using in connection with the importation, manufacture, distribution, advertising, sale and/or offer for sale or other use of any goods or services, a false description or representation,

1 including words or other symbols, tending to falsely describe or represent such  
2 goods as being those of Plaintiffs;

3 6. Otherwise competing unfairly with Plaintiffs in any manner;

4 7. Destroying or otherwise disposing of

5 a. Merchandise falsely bearing Plaintiffs' Properties;

6 b. Any other products which picture, reproduce, copy or use  
7 the likenesses of or bear a substantial similarity to any of Plaintiffs'  
8 Properties;

9 c. Any labels, packages, wrappers, containers or any other  
10 unauthorized promotion or advertising material item which reproduces,  
11 copies, counterfeits, imitates or bears any of Plaintiffs' Properties;

12 d. Any molds, screens, patterns, plates, negatives or other  
13 elements used for making or manufacturing products bearing Plaintiffs'  
14 Properties;

15 e. Any sales and supply or customer journals, ledgers,  
16 invoices, purchase orders, inventory control documents, bank records,  
17 catalogs and all other business records, believed to concern the  
18 manufacture, purchase, advertising, sale or offering for sale of the  
19 Infringing Product;

20 B. That Plaintiffs and its designees are authorized to seize the following  
21 items, which are in Defendants' possession, custody or control:

22 1. All unauthorized products bearing Plaintiffs' Properties, or  
23 likenesses thereof;

24 2. Any other unauthorized products which reproduce, copy,  
25 counterfeit, imitate or bear any of Plaintiffs' Properties or which picture,  
26 reproduce, copy or use the likeness of or bear a substantial similarity to  
27 Plaintiffs' Properties;  
28

1           3. Any labels, packages, wrappers, containers and any other  
2 unauthorized promotional or advertising material which reproduce, copy,  
3 counterfeit, imitate or bear any of Plaintiffs' Properties or which picture,  
4 reproduce, copy or use the likeness of or bear a substantial similarity to  
5 Plaintiffs' Properties;

6           4. Any molds, screens, patterns, plates, negatives, machinery or  
7 equipment used for making or manufacturing the Infringing Product or  
8 unauthorized items which bear Plaintiffs' Properties or which bear a substantial  
9 similarity to any of Plaintiffs' Properties.

10          C. That those Defendants infringing upon Plaintiffs' Properties be required  
11 to pay actual damages increased to the maximum extent permitted by law and/or  
12 statutory damages at Plaintiffs' election;

13          D. That actual damages be trebled pursuant to 15 U.S.C. § 1117;

14          E. That Defendants account for and pay over to Plaintiffs all damages  
15 sustained by Plaintiffs and profits realized by Defendants by reason of Defendants'  
16 unlawful acts herein alleged and that those profits be increased as provided by law;

17          F. That Plaintiffs recover from Defendants its costs of this action and  
18 reasonable attorneys' fees; and

19          G. That Plaintiffs have all other and further relief as the Court may deem  
20 just and proper under the circumstances.

21 Dated: September 1, 2015

J. Andrew Coombs, A Professional Corp.

22  
23 By: 

J. Andrew Coombs  
Annie S. Wang

24 Attorneys for Plaintiffs Sanrio, Inc., Disney  
25 Enterprises, Inc. Marvel Characters, Inc.,  
26 MVL Film Finance LLC, Lucasfilm Ltd. LLC  
27 and Lucasfilm Entertainment Company Ltd.  
28 LLC

**DEMAND FOR JURY TRIAL**

Pursuant to Federal Rule of Civil Procedure 38(b), Plaintiffs Sanrio, Inc., Disney Enterprises, Inc., Marvel Characters, Inc., MVL Film Finance LLC, Lucasfilm Ltd. LLC and Lucasfilm Entertainment Company Ltd. LLC hereby demand a trial by jury of all issues so triable.

DATED: September 1, 2015

J. Andrew Coombs, A Professional Corp.

By: 

J. Andrew Coombs  
Annie S. Wang

Attorneys for Plaintiffs Sanrio, Inc., Disney Enterprises, Inc., Marvel Characters, Inc., MVL Film Finance LLC, Lucasfilm Ltd. LLC and Lucasfilm Entertainment Company Ltd. LLC



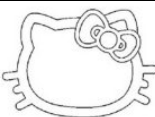





**EXHIBIT A****SANRIO CO.'S COPYRIGHTED DESIGNS**

<b>Copyright Registration</b>	<b>Title of Work (Character)</b>	<b>Type of Work</b>
TX 3-769-888	SANRIO 1993 Product and Sales Promotion Catalog	Literary Work
VAu 684-322	Sanrio 2005 Character Guide	Graphic Artwork
VA 1-303-874	Character Merchandising	Collective work of artwork, text and photos
VA 1-296-115	2004 – 100 Characters	Graphic Artwork
VA 811-440	Bad Badtz Maru	Graphic Artwork
VAu 498-617	Chococat	Art original
VA 130-420	Hello Kitty	Graphic Artwork
VA 636-579	KeroKeroKeroppi	Sticker Book
VA 707-212	KeroKeroKeroppi	Pictorial Cartoon Drawing
VA 246-421	Little Twin Stars	Stickers
VA 840-495	Monkichi	Graphic Artwork
VA 130-419	My Melody	Graphic Artwork
VA 130-421	Patty & Jimmy	Graphic Artwork
VA 636-582	Pekkle	Graphic Artwork
VA 840-496	Picke Bicke	Graphic Artwork
VA 636-580	Pochaco	Sticker Book
VA 148-625	Tuxedo Sam	Stickers
VA 840-494	Winkipinki	Graphic Artwork
VA 636-581	Zashikibuta	Stickers
VA 1-352-721	Keroppi / Little Frog...Big Splash	Visual Material
Vau 1-078-385	Sanrio 2010 Character Guide	Visual Material
VA 1-342-775	SANRIO 2002 HELLO KITTY STYLE GUIDE	Visual Material
VA 657-748	KOBUTA NO PIPPO	Visual Material
VA 1-342-774	SANRIO 2005 KEROPPI STYLE GUIDE	Visual Material
Vau 655-028	THE RUNABOUTS – 2001	Visual Material
VA 1-416-374	TENORIKUMA(BLUE CAFE), MY MELODY(HEART), KUROMI(KUROMI5), CHARMMY KITTY(RABBIT), HELLO KITTY(LOGO) EVERYDAY CAT.JUNE 2006	Visual Material
VA 1-416-375	MASYUMARU(INTRO); CINNAMOROLL(SPORT); SUGARBUNNIES(DOUGHNUTS); CHARMMYKITTY(RABBIT); LITTLE TWIN STARS(STARS); HELLO KITTY(BEAR); EVERYDAY CATALOG JULY 2006	Visual Material
VA 1-370-020	PANDAPPLE(INTRO), FROOLIEMEW(FANCY),	Visual Material

	CHOCOCAT(DOT)/SANRIO 2005 PRODUCT CATALOG AUG NEW	
VA 1-303-873	DOKIDOKI HOTDOG / THE CHILI PEPPER TRIO / CATALOG EVERYDAY 5 MAY 2003	Visual Material

**EXHIBIT B****SANRIO CO.'S TRADEMARKS**

Trademark	Mark Drawing Code	Trademark Registration No.	Class of Goods
	Design Plus Words, Letters, and/or Numbers	Serial No. 86581582	30
	Design Only	Serial No. 86582285	30
HELLO KITTY	Standard Character Mark	Serial No. 86581541	30
	Design Only	3865208	30
	Design Plus Words, Letters, and/or Numbers	3595454	30
KEROPPI	Standard Character Mark	3181345	30
KEROKEROKEROPPI	Standard Character Mark	3531376	30
CINNAMOROLL	Standard Character Mark	3325100	30
	Design Plus Words, Letters, and/or Numbers	2704945	30
	Design Only	1277721	3, 5, 9, 14, 15, 16, 18, 20, 21, 24, 25, 26, 28 and 30
HELLO KITTY	Typed Drawing	1279486	3, 5, 8, 9, 14, 15, 16, 18, 20, 21, 24, 25, 26, 28 and 30
LITTLE TWIN STARS	Typed Drawing	1341864	16, 18, 20, 25, and 26

**EXHIBIT C****DEI'S COPYRIGHTED DESIGNS**

<b>Copyright Registration</b>	<b>Title of Work (Character)</b>	<b>Type of Work</b>
VA 58 937	Mickey - 1 (Mickey Mouse)	Model Sheet
VA 58 938	Minnie - 1 (Minnie Mouse)	Model Sheet
Gp 80 184	Donald Duck	Publications Model Sheet
VA 58 933	Daisy - 1 (Daisy Duck)	Model Sheet
VA 58 936	Goofy -1 (Goofy)	Model Sheet
Gp 80 192	Pluto	Publications Model Sheet
VAu 64 814	Baby Mickey	Model Sheet
VAu 64 814	Baby Minnie	Model Sheet
VAu 73 216	Baby Donald Duck	Model Sheet
VAu 73 217	Baby Daisy Duck	Model Sheet
VAu 83 225	Baby Goofy	Model Sheet
VAu 73 219	Baby Pluto	Model Sheet
R 48 971	Disney's Uncle Scrooge in Only a Poor Old Man	Comic Strip
RE 424 728	Walt Disney's Ludwig von Drake	Comic Strip
Gp 105 126	Horace Horsecollar	Model Sheet
R 567 615	Chip	Model Sheet
R 567 614	Dale	Model Sheet
VA 184 345	Huey, Dewey & Louie -1	Model Sheet
Gp 105 128	Clarabelle Cow	Model Sheet
PA 789-990	<b>101 Dalmatians</b>	Motion Picture
RE 636 587	<b>Winnie the Pooh and the Honey Tree</b>	Motion Picture
RE 718 378	<b>Winnie the Pooh and the Blustery Day</b>	Motion Picture
VA 58 940	Pooh - 1 (Winnie the Pooh)	Model Sheet
Gp 81 528	Rabbit	Publications Model Sheet
Gp 81 528	Owl	Publications Model Sheet
Gp 85 651	Kanga and Roo	Publications Model Sheet
Gp 81 528	Eeyore	Publications Model Sheet
Gp 81 528	Piglet	Publications Model Sheet
Gp 81 528	Gopher	Publications Model Sheet
Gp 81 527	Tigger	Publications Model Sheet
R 354 235	<b>Snow White and the Seven Dwarfs</b>	Motion Picture
R 346 870	Bashful	Drawings
R 346 869	Doc	Drawings
R 346 875	Dopey	Drawings
R 346 876	Grumpy	Drawings

1	R 346 871	Happy	Drawings
	R 346 874	Sleepy	Drawings
2	R 346 873	Sneezy	Drawings
	R 346 872	Snow White	Drawings
3	R 346 868	Snow White "Witch"	Drawings
	R 406 910	<b>Pinocchio</b>	Motion Picture
4	Gp 80 186	Pinocchio	Publications Model Sheet
5	Gp 80 188	Jiminy Cricket	Publications Model Sheet
6	R 427 860	<b>Fantasia</b>	Motion Picture
	R 433 627	<b>The Reluctant Dragon</b>	Motion Picture
7	R 442 538	<b>Dumbo</b>	Motion Picture
	R 428 428	Dumbo Suggestions for Dumbo	Drawing
8	R 428 420	Mother Elephant Suggestions for "Dumbo"	Drawing
9	R 428 430	Dumbo Ringmaster Suggestions 1348	Drawing
10	R 428 427	Dumbo - Stork Suggestions	Drawing
	R 428 426	Timothy Mouse Suggestions	Drawing
11	R 428 432	Dumbo "Miscellaneous Crows" - 2006	Drawing
	R 458 260	<b>Bambi</b>	Motion Picture
12	R 433 645	Bambi - Bambi	Drawing
	R 433 630	Bambi - Final Thumper Model - 2002	Drawing
13	R 433 631	Bambi - Skunk Model - 2002	Drawing
	R 433 636	Bambi - Owl and Stag Models	Drawing
14	R 433 632	Faline "Adolescent Age"	Drawing
	R 433 633	Bambi's Mother	Drawing
15	R 467 541	<b>Saludos Amigos</b>	Motion Picture
16	R 464 785	Joe Carioca	Drawing
	R 516 560	<b>The Three Caballeros</b>	Motion Picture
17	R 550 316	<b>Make Mine Music</b>	Motion Picture
	R 557 922	<b>Song of the South</b>	Motion Picture
18	R 548 629	Brer Rabbit	Drawing
	R 548 626	Brer Bear	Drawing
19	R 577 489	<b>Fun and Fancy Free</b>	Motion Picture
	R 605 180	<b>Melody Time</b>	Motion Picture
20	R 636 303	<b>The Adventures of Ichabod &amp; Mr. Toad</b>	Motion Picture
21	R 648 396	<b>Cinderella</b>	Motion Picture
22	R 632 319	Cinderella	Copyright Booklet
	R 632 319	Drizella	Copyright Booklet
23	R 632 319	Anastasia	Copyright Booklet
	R 632 319	Stepmother	Copyright Booklet
24	R 632 319	Fairy Godmother	Copyright Booklet
	R 632 319	Prince	Copyright Booklet
25	R 632 319	Bruno, the Dog	Copyright Booklet
26	R 632 319	Lucifer, the Cat	Copyright Booklet
	R 632 319	Jaq and Gus	Copyright Booklet
27	RE 27 746	<b>Alice in Wonderland</b>	Motion Picture
	VA 58 920	Alice - 1 (Alice)	Model Sheet
28	VA 58 919	Alice - 2 (The White Rabbit)	Model Sheet

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VA 58 921	Alice – 3 (Queen of Hearts)	Model Sheet
VA 58 922	Alice - 4 (Cheshire Cat)	Model Sheet
VA 58 923	Alice - 5 (Caterpillar)	Model Sheet
VA 58 924	Alice - 6 (Tweedledee and Tweedledum)	Model Sheet
VA 58 922	March Hare	Model Sheet
VA 58 922	Mad Hatter	Model Sheet
RE 64 027	<b>Peter Pan</b>	Motion Picture
RE 66 285	Peter Pan	Coloring Book
RE 66 285	Tinkerbell	Coloring Book
RE 66 285	Captain Hook	Coloring Book
RE 66 285	Mr. Smee	Coloring Book
RE 66 285	Nana	Coloring Book
RE 162 852	<b>Lady and the Tramp</b>	Motion Picture
RE 101 764	Lady	Previews of Pictures
RE 101 764	Tramp	Previews of Pictures
RE 296 296	<b>Sleeping Beauty</b>	Motion Picture
RE 246 671	Princess Aurora	Book
RE 246 671	Prince Phillip	Book
RE 246 671	Maleficent/Dragon	Book
RE 370 901	<b>One Hundred and One Dalmatians</b>	Motion Picture
RE 546 478	<b>The Sword in the Stone</b>	Motion Picture
RE 557 357	Archimedes	Copyright Booklet
RE 557 357	Merlin	Copyright Booklet
RE 557 357	Wart/Arthur	Copyright Booklet
RE 557 357	Madame Mim	Copyright Booklet
RE 571 201	<b>Mary Poppins</b>	Motion Picture
RE 705 510	<b>The Jungle Book</b>	Motion Picture
RE 679 798	Mowgli	Drawing
RE 679 799	Baloo	Drawing
RE 679 795	Bagheera	Drawing
RE 679 805	King Louie	Drawing
RE 679 797	Kaa	Drawing
RE 679 807	Shere Khan	Drawing
Lp 38 283	<b>The Aristocats</b>	Motion Picture
Gu 44 754	O'Malley	Drawing
Gu 44 750	Duchess	Drawing
Gu 44 748	Edgar	Drawing
Gu 44 745	Roquefort	Drawing
VA 1-099-033	Marie Valentine Spring 2002	Style Guide
Lp 39 817	<b>Bedknobs and Broomsticks</b>	Motion Picture
Gu 46 904	Crocky	Drawing
Gu 46 908	Sailor Bear	Drawing
Gu 46 906	Codfish	Drawing
Gu 46 917	Secretary Bird	Drawing
LP 42 905	<b>Robin Hood</b>	Motion Picture
Gu 46 582	Robin Hood	Drawing
Gu 46 583	Little John	Drawing
Gu 46 584	Sir Hiss	Drawing



1	Gu 47 230	Sheriff of Nottingham	Drawing
	Gu 47 762	Friar Tuck	Drawing
2	Gu 46 585	Prince John	Drawing
	Gu 50 764	Maid Marion	Drawing
3	Gu 50 763	Lady Cluck	Drawing
	Lp 49 678	<b>The Rescuers</b>	Motion Picture
4	Gp 96 289	Miss Bianca	Drawing
	Gp 96 286	Orville	Drawing
5	Gp 96 288	Madame Medusa	Drawing
	Gp 96 287	Bernard	Drawing
6	Gp 103 814	Penny	Drawing
	Gu 57 278	Rufus	Drawing
7	Gu 56 625	Evinrude	Drawing
	PA 1 371	<b>Pete's Dragon</b>	Motion Picture
8	Gp 111 695	Elliott the Dragon	Drawing
9	PA 125 861	<b>The Fox and the Hound</b>	Motion Picture
	VAu 10 933	Todd (Young)	Drawing
10	VAu 10 930	Copper (Pup)	Drawing
	VAu 10 936	Vixey	Drawing
11	VAu 10 928	Big Mama	Drawing
	VAu 12 417	Dinky	Drawing
12	VAu 12 418	Boomer	Drawing
	VAu 12 415	Squeeks	Drawing
13	PA 252 525	<b>The Black Cauldron</b>	Motion Picture
	VAu 24 517	Eilonwy	Drawing
14	VAu 29 561	Fflewddur	Drawing
	VAu 24 518	Gurgi	Drawing
15	VAu 24 070	Hen Wen	Drawing
	VAu 24 592	The Horned King	Drawing
16	VAu 24 519	Taran	Drawing
17	VAu 47 075	Orddu	Drawing
	VAu 47 073	Orogoch	Drawing
18	VAu 47 074	Orwen	Drawing
	PA 290 808	<b>The Great Mouse Detective</b>	Motion Picture
19	VAu 76 103	Basil 185-126	Model Sheet
20	VAu 76 102	Dr. Dawson 1284-80	Model Sheet
	VAu 81 570	Olivia	Model Sheet
21	VAu 76 100	Ratigan 285-166	Model Sheet
	VAu 81 572	Fidget	Model Sheet
22	VAu 81 571	Flaversham	Model Sheet
	VAu 86 112	Felicia - Clean Up Model 0238	Model Sheet
23	VAu 76 104	Toby 285-170	Model Sheet
	VAu 85 019	Mrs. Judson	Model Sheet
24	VAu 85 021	Queen Victoria	Model Sheet
	VAu 85 022	Bartholomew	Model Sheet
25	PA 385 556	<b>Oliver and Company</b>	Motion Picture
26	VAu 104 921	Dodger Construction Sheets	Model Sheet
	VAu 104 920	Einstein Construction Sheets	Model Sheet
27	VAu 104 919	Frances Construction Sheets	Model Sheet
28	VAu 104 916	Rita Construction Sheets	Model Sheet



1	VAu 109 377	Oliver Rough Model	Model Sheet
	VAu 109 379	Tito - Ruff Model	Model Sheet
2	VAu 119 949	How to Draw Georgette	Model Sheet
	PA 431 543	<b>The Little Mermaid</b>	Motion Picture
3	VAu 123 355	Ariel 9-9-87 Ruff (Ariel)	Drawings
	VAu 123 351	Scuttle	Drawings
4	VAu 123 354	Ruff Sebastion 9-4-87 (Sebastian)	Drawings
	VAu 123 348	Ruff Ursula 9-9-87 (Ursula)	Drawings
5	VAu 123 352	Prince Eric	Drawings
	VAu 123 350	Triton	Drawings
6	VAu 123 353	Flotsam/Jetsam	Drawings
	VAu 123 349	Flounder	Drawings
7	PAu 1 024 341	<b>DuckTales</b>	Motion Picture
8	VAu 101 067	Launchpad McQuack	Pamphlet of Drawings
9	VAu 101 067	Webby	Pamphlet of Drawings
10	VAu 101 067	Doofus	Pamphlet of Drawings
11	VAu 101 067	Mrs. Beakley	Pamphlet of Drawings
12	VAu 101 067	Duckworth	Pamphlet of Drawings
13	PA 486 535	<b>The Rescuers Down Under</b>	Motion Picture
	VAu 161 749	Cody	Model Sheets
14	VAu 155 884	Jake (Rough Models)	Model Sheets
	VAu 155 844	McLeach (Rough Model)	Model Sheets
15	VAu 170 264	Marahute (Rough Model)	Model Sheets
	PA 542 647	<b>Beauty and the Beast</b>	Motion Picture
16	VAu 200 866	Belle (Beauty and the Beast)	Artwork
	VAu 210 914	Beast	Licensing Kit
17	VAu 194 311	Maurice (Beauty and the Beast)	Artwork
18	VAu 199 855	Mrs. Potts (Beauty and the Beast)	Artwork
	VAu 200 868	Cogsworth (Beauty and the Beast)	Artwork
19	VAu 194 310	Lumiere (Beauty and the Beast)	Artwork
	VAu 201 337	Chip (Beauty and the Beast)	Artwork
20	VAu 194 307	Gaston (Beauty and the Beast)	Artwork
	VAu 194 309	LeFou (Beauty and the Beast)	Artwork
21	VAu 199 856	Phillipe (Beauty and the Beast)	Artwork
	VAu 200 869	Featherduster (Beauty and the Beast)	Artwork
22	PA 583 905	<b>Aladdin</b>	Motion Picture
23	VAu 215 432	Aladdin - Aladdin	Model Sheet
	VAu 215 453	Aladdin - Genie	Model Sheet
24	VAu 215 793	Aladdin - Abu	Model Sheet
	VAu 218 349	Aladdin - Iago	Model Sheet
25	VAu 230 534	Aladdin - Rasoul	Model Sheet
	VAu 218 348	Aladdin - The Sultan	Model Sheet
26	VAu 230 533	Aladdin - Jafar	Model Sheet
	VAu 221 841	Aladdin - Jasmine	Model Sheet
27	VAu 221 842	Aladdin - Jafar as Beggar	Model Sheet
28	VAu 232 164	Aladdin - Narrator	Model Sheet

1	PA 659 979	<b>The Lion King</b>	Motion Picture
	VAu 246 448	The Lion King - Mufasa	Model Sheet
2	VAu 245 946	The Lion King - Sarabi	Model Sheet
	VAu 246 447	The Lion King - Simba	Model Sheet
3	VAu 246 440	The Lion King - Young Simba	Model Sheet
	VAu 246 438	The Lion King - Nala	Model Sheet
4	VAu 246 664	The Lion King - Young Nala	Model Sheet
	VAu 245 947	The Lion King - Rafiki	Model Sheet
5	VAu 245 945	The Lion King - Shenzi, Banzai & Ed	Model Sheet
	VAu 246 437	The Lion King - Pumbaa	Model Sheet
6	VAu 245 662	The Lion King - Timon	Model Sheet
	VAu 246 446	The Lion King - Scar	Model Sheet
7	VA 611 201	Zazu	Licensing Kit
8	PA 720 179	<b>Pocahontas</b>	Motion Picture
	VAu 262 859	Pocahontas - Pocahontas Standing	Artwork
9	VAu 261 970	Pocahontas - Powhatan	Artwork
	VAu 261 967	Pocahontas - Percy	Artwork
10	VAu 302 884	Pocahontas - John Smith	Artwork
	VAu 302 886	Pocahontas - Meeko the Raccoon	Artwork
11	VAu 302 883	Pocahontas - Flit the Hummingbird	Artwork
	VAu 300 559	Pocahontas - Ratcliffe	Artwork
12	VAu 302 885	Pocahontas - Grandmother Willow	Artwork
13	PA 765 713	<b>Toy Story</b>	Motion Picture
	VAu 337 565	Toy Story - Woody	Artwork
14	VAu 337 566	Toy Story - Buzz Lightyear	Artwork
	VAu 337 567	Toy Story - Hamm	Artwork
15	VAu 337 568	Toy Story - Rex	Artwork
	VAu 337 569	Toy Story - Bo Peep Lamp and Sheep	Artwork
16	VAu 337 186	Toy Story - Lenny	Artwork
	VAu 273 627	Toy Story - Mom	Artwork
17	VAu 348 598	Toy Story - Andy	Artwork
	VAu 348 599	Toy Story - Hannah	Artwork
18	PA 795 221	<b>The Hunchback of Notre Dame</b>	Motion Picture
19	VAu 336 992	The Hunchback of Notre Dame - Quasimodo	Model Sheet
20	VAu 332 434	The Hunchback of Notre Dame - Esmeralda	Model Sheet
21	VAu 336 056	The Hunchback of Notre Dame - Phoebus	Model Sheet
22	VAu 336 057	The Hunchback of Notre Dame - Djali	Model Sheet
23	VAu 343 663	The Hunchback of Notre Dame - Gargoyles	Model Sheets
24	VAu 336 058	The Hunchback of Notre Dame - Clopin	Model Sheet
25	VAu 336 059	The Hunchback of Notre Dame - Frollo	Model Sheet
26	VAu 336 878	The Hunchback of Notre Dame - Will Doll/Sam Doll	Model Sheet
27	PA 670 961	<b>Hercules</b>	Motion Picture
	VAu 369 603	Hercules - Hercules	Model Sheets
28	VAu 369 600	Hercules - Baby Hercules	Model Sheets

1	VAu 367 973	Hercules - Meg	Model Sheets
	VAu 369 605	Hercules - Pegasus	Model Sheets
2	VAu 369 598	Hercules - Baby Pegasus	Model Sheets
	VAu 367 965	Hercules - Phil	Model Sheets
3	VAu 367 964	Hercules - Hades	Model Sheets
	VAu 367 969	Hercules - Pain	Model Sheets
4	VAu 375 850	Hercules - Panic	Model Sheets
	VAu 377 944	Hercules - Hydra Head	Model Sheet
5	PA 799 025	<b>Mulan</b>	Motion Picture
	VA 849 510	Mulan	Style Guide
6	VAu 379 045	The Legend of Mulan - Mulan	Model Sheets
	VAu 379 027	The Legend of Mulan - Mulan as Ping	Model Sheets
7	VAu 379 021	The Legend of Mulan - Mushu	Model Sheets
	VAu 379 024	The Legend of Mulan - Shang	Model Sheets
8	VAu 378 480	The Legend of Mulan - Kahn	Model Sheets
	VAu 381 069	The Legend of Mulan - Cricket	Model Sheets
9	PA 901 890	<b>A Bug's Life*</b>	Motion Picture
10	VA 875 986	A Bug's Life*	Style Guide
	VAu 399 357	Flik*	Model Sheets
11	VAu 399 356	Hopper*	Model Sheets
	VAu 399 351	Atta*	Model Sheets
12	VAu 399 349	Dot*	Model Sheets
	VAu 399 343	Dim*	Model Sheets
13	VAu 399 352	Tuck & Roll*	Model Sheets
	VAu 399 350	Francis*	Model Sheets
14	VAu 399 348	Heimlich*	Model Sheets
	VAu 399 353	Slim*	Model Sheets
15	VAu 399 342	Rosie*	Model Sheets
	VAu 399 346	P.T. Flea*	Model Sheets
16	VAu 399 345	Manny*	Model Sheets
	VAu 399 344	Gypsy*	Model Sheets
17	VAu 399 347	Thumper*	Model Sheets
	VAu 399 354	Molt*	Model Sheets
18	VAu 399 355	Queen*	Model Sheets
19	PA 959 870	<b>Toy Story 2*</b>	Motion Picture
	VAu 414 563	Toy Story 2 - Al's Car*	Model Sheet
20	VAu 405 573	Toy Story 2 - Bullseye*	Model Sheet
	VAu 406 700	Toy Story 2 - Coffee Table*	Model Sheet
21	VAu 407 195	Toy Story 2 - Cushy Chair*	Model Sheet
	VAu 405 571	Toy Story 2 - Emporer Zurg*	Model Sheet
22	VAu 405 572	Toy Story 2 - Jessie*	Model Sheet
23	VAu 405 197	Toy Story 2 - L'il Yuppier*	Model Sheet
	VAu 405 574	Toy Story 2 - Prospector*	Model Sheet
24	VAu 407 196	Toy Story 2 - Wood Chair*	Model Sheet
	VA960 902	Toy Story 2 - Style Guide*	Style Guide
25	PA 974 011	<b>Dinosaur</b>	Motion Picture
	VAu 486 473	Aladar	Model Sheet
26	VAu 486 477	Baylene	Model Sheet
	VAu 486 476	Bruton	Model Sheet
27	VAu 486 478	Eema	Model Sheet
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1	VAu 486 475	Kron	Model Sheet
	VAu 486 474	Neera	Model Sheet
2	VAu 486 472	Plio	Model Sheet
	VAu 486 479	Suri	Model Sheet
3	VAu 486 471	Yar	Model Sheet
	VA 996 530	Dinosaur - Phase I	Style Guide
4	VA 992 942	Dinosaur - Phase II	Style Guide
	PA 940 885	<b>The Emperor's New Groove</b>	Motion Picture
5	VA 999 573	Emporer's New Groove	Style Guide
	VAu 479 682	Kronk	Model Sheet
6	VAu 479 685	Kuzco	Model Sheet
	VAu 479 683	Kuzco Llama	Model Sheet
7	VAu 479 684	Pacha	Model Sheet
	VAu 479 681	Yzma	Model Sheet
8	PA 1-250-536	<b>The Incredibles</b>	Motion Picture
9	VA 1-242-351	The Incredibles	Style Guide
	PA 1-322-908	<b>Cars</b>	Motion Picture
10	VA 1-326-323	Cars – Style Guide	Style Guide
	VA 1-403-647	Hannah Montana – Branding Guide	Style Guide
11	PA 659-601	<b>Tim Burton's The Nightmare Before Christmas</b>	Motion Picture
12	PA 1-313-530	<b>High School Musical</b>	Motion Picture
13	VA 1-405-082	High School Musical – Branding Guide	Style Guide
14	PA 1-627-575	<b>Hannah Montana the Movie</b>	Motion Picture
	PA 1-635-067	<b>Up</b>	Motion Picture
15	PA 1-641-991	<b>G-Force</b>	Motion Picture
	PA 1-606-305	<b>Wall-E</b>	Motion Picture
16	VA 1-663-815	Wall-E – Branding and Supplement Style Guide RSM 2008	Style Guide
17	PA 1-598-561	<b>High School Musical 2</b>	Motion Picture
18	VA 1-651-813	High School Musical 2 – Summer 2008 Style Guide Supplement	Style Guide
	PA 1-613-593	<b>High School Musical 3: Senior Year</b>	Motion Picture
19	VA 1-655-713	Beverly Hills Chihuahua	One Sheet
	PA 1-611-956	<b>Beverly Hills Chihuahua</b>	Motion Picture
20	Pau 2-921-728	Little Mermaid III: Ariel's Beginning	Screenplay
	VA 515-038	Little Mermaid III: Ariel's Beginning	Comic Book
21	PA 1-623-231	<b>Bedtime Stories</b>	Motion Picture
22	PA 1-588-972	<b>Underdog</b>	Motion Picture
	PA 1-595-126	<b>Enchanted</b>	Motion Picture
23	PA 1-332-118	<b>Meet the Robinsons</b>	Motion Picture
24	VA 1-358-218	Meet the Robinsons—Style Guide	Style Guide

1	PA 1-122-518	<b>Cinderella II : Dreams come true / produced by Walt Disney Television Animation ; directed by John Kafka</b>	Motion Picture
2	PA 1-612-331	<b>Cinderella III: A Twist in Time</b>	Motion Picture
3	PA 1-611-943	<b>Tinker Bell</b>	Motion Picture
3	PA 1-617-950	<b>Bolt</b>	Motion Picture
4	VA 1-663-828	Bolt – Fall/Winter Style Guide 2008	Style Guide
4	PA 1-688-323	<b>Toy Story 3</b>	Motion Picture
5	VA 1-800-737	Toy Story 3: GC Product Dev – Style Guide – Spring/Summer 2010	Style Guide
6	PA 1-348-114	<b>Handy Manny: no. 1-01</b>	Motion Picture
7	VAu 959-473	Handy Manny Design Pack – Characters	Drawings
8	VA 1-650-599	Handy Manny Repair Shop – Spring/Summer 2008 Product Development Guide	Style Guide
9	PA 1-224-960	Pirates of the Caribbean: The Curse of the Black Pearl	Motion Picture
10	PA 1-322-906	Pirates of the Caribbean: Dead Man’s Chest	Motion Picture
11	PA 1-334-112	Pirates of the Caribbean: At World’s End	Motion Picture
12	PA 1-737-564	Pirates of the Caribbean: On Stranger Tides	Motion Picture
13	PA 1-742-101	Cars 2	Motion Picture
14	VAu 1-089-554	Cars 2: Professor Z	Visual Material
14	VA 1-781-144	Cars 2: Tokyo City - Mini	Visual Material
15	PA 1-814-870	Wreck-It Ralph	Motion Picture
16	VAu 1-116-667	Wreck-It Ralph: Adorabeezle Winterpop	Model Sheet
17	VAu 1-116-688	Wreck-It Ralph: Duncan	Model Sheet
17	VAu 1-116-686	Wreck-It Ralph: King Candy	Model Sheet
18	VAu 1-116-671	Wreck-It Ralph: Gloyd Orangboar	Model Sheet
18	PA 1-800-721	Brave	Motion Picture
19	VAu 1-093-274	Brave: Angus	Model Sheet
20	VAu 1-089-531	BRAVE: Family – King Fergus, Queen Elinor, Merida & Royal Triplets Harris, Hubert & Hamish	Visual Material
21	VA 1-814-373	Brave: General Art Guide	Visual Material
22	PA 1-713-579	Tron: Legacy	Motion Picture
22	VA 1-753-501	Tron Legacy: Vertical Banner: Olivia	Visual Material
23	VA 1-753-496	Tron Legacy: Vertical Banner: Jeff	Visual Material
23	VA 1-753-498	Tron Legacy: Vertical Banner: Garrett	Visual Material
24	PA 1-811-293	Frankenweenie	Motion Picture
24	VAu 1-082-013	Frankenweenie: Bob	Model Sheet
25	VAu 1-082-015	Frankenweenie: Edgar “E” Gore	Model Sheet
26	VAu 1-075-939	Frankenweenie: Mr. Frankenstein	Model Sheet
26	PA 1-856-767	Planes	Motion Picture
27	PA 1-656-826	<b>Princess and the Frog, The</b>	Motion Picture
27	PA 1-713-851	<b>Tangled</b>	Motion Picture
28	PA 1-871-077	<b>Frozen</b>	Motion Picture





PA 1-038-178	<b>Monsters, Inc.</b>	Motion Picture
PA 1-848-339	<b>Disney Pixar Monsters University</b>	Motion Picture
PA 1-146-502	<b>Finding Nemo</b>	Motion Picture
PA 1-354-935	<b>Ratatouille</b>	Motion Picture
PA 1-703-137	<b>Tinker Bell and the Great Fairy Rescue</b>	Motion Picture
VA 1-800-738	Tinker Bell and the Great Fairy Rescue-Global Creative P Fall 2010	Style Guide
VA 1-831-654	Doc McStuffins-Global Creative P-SS13	Style Guide
VA 1-770-111	Disney Handy Manny-Tool Team Product Design Portfolio-Preschool	Style Guide
VA 1-802-675	Jake and the Neverland Pirates-Global Creative B Preschool FA12 (Disney Jr)	Style Guide
VA 1-850-709	Disney Sofia the First-Global Creative P FH13	Style Guide
VA 1-766-270	Phineas and Ferb Branding Guide Global Creative Boys FA11	Style Guide
VA 1-864-307	Disney The Muppets Character Art & Photography Guide	Style Guide
PA 1-923-820	<b>Big Hero 6</b>	Motion Picture
PA 1-898-658	<b>Dog with a Blog: 2-12, I Want My Nikki Back, Nikki Back, Nikki Back</b>	Motion Picture
PA 1-938-338	<b>Gravity Falls: 2-09, The Love God</b>	Motion Picture
PA 1-938-322	<b>Henry Hugglemonster: 2-01, Big Baby/Perfect Anniversary</b>	Motion Picture
PA 1-773-519	<b>Disney Jessie: 1-01, New York, New Nanny</b>	Motion Picture
PA 1-700-182	<b>Disney Jungle Junction: 1-01, Bungo to the Rescue/Pinky Picnic</b>	Motion Picture
PA 1-757-427	<b>Disney Kickin' It: 1-01, Wasabi Warriors</b>	Motion Picture
PA 1-788-082	<b>Disney Lab Rats: 1-01/1-02, Crush, Chop, and Burn</b>	Motion Picture
PA 1-910-054	<b>Liv and Maddie: 1-02, Team-A-Rooney</b>	Motion Picture
PA 1-899-203	<b>Maleficent</b>	Motion Picture
PA 1-891-144	<b>Disney Sheriff Callie's Wild West: 1-01, Horseshoe Peck/Callie's Gold Nugget</b>	Motion Picture
PA 1-665-342	<b>Special Agent Oso: 101, To Grandma with Love/Gold Flower</b>	Motion Picture

**EXHIBIT D****DEI'S TRADEMARKS**

<b>Trademark</b>	<b>Mark Drawing Code</b>	<b>Trademark Registration No.</b>	<b>Trademark Registration Date</b>	<b>Class of Goods</b>
CINDERELLA	Standard Character Mark	Serial No. 86139269	Filed 12/10/13	30
	Design Plus Words, Letters, and/or Numbers	Serial No. 86550665	Filed 3/2/15	30
	Words, Letters, and/or Numbers in Stylized Form	Serial No. 85982840	Filed 5/10/13	30
	Words, Letters, and/or Numbers in Stylized Form	Serial No. 85928892	Filed 5/10/13	30
	Design Only	Serial No. 85929158	Filed 5/10/13	30
	Design Only	Serial No. 85929155	Filed 5/10/13	30
	Words, Letters, and/or Numbers in Stylized Form	4660483	12/23/14	30
SOFIA THE FIRST	Standard Character Mark	Serial No. 85322190	Filed 5/16/11	30
SOFIA THE FIRST	Standard Character Mark	4512707	4/8/14	30
DISNEY PRINCESS	Standard Character Mark	3367263	1/8/2008	30
	Design Plus Words, Letters, and/or Numbers	3257190	6/26/07	30
TINKER BELL	Standard Character Mark	3726764	12/15/09	30
	Words, Letters, and/or Numbers in Stylized Form	Serial No. 77957087	Filed 3/11/10	30
	Design Only	4222295	10/9/12	3, 9, 14, 16, 18, 20, 21, 24, 25, 28 and 30
MALEFICENT	Standard Character Mark	3949124	4/19/11	9, 14, 16, 18, 20, 21, 24, 25, 28 and 30



1	ALICE IN WONDERLAND	Standard Character Mark	3829626	8/3/10	14, 18, 20 and 30
2	THE PRINCESS AND THE FROG	Standard Character Mark	3814952	7/6/10	30
3	PRINCESS JASMINE	Standard Character Mark	3998366	7/19/11	18, 20, 21, 24 and 30
4	MICKEY MOUSE	Standard Character Mark	3990270	7/5/11	3 and 30
5		Design Only	4273733	1/15/13	3, 9, 14, 16, 18, 20, 21, 24, 25, 28 and 30
6		Design Plus Words, Letters, and/or Numbers	3325097	10/30/07	30
7	DISNEY	Typed Drawing	3233781	4/24/07	30
8	TOY STORY	Typed Drawing	252040	12/18/01	14, 21, 24, 28 and 30
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**EXHIBIT E****MARVEL PLAINTIFFS' COPYRIGHTS**

<b>Copyright Registration</b>	<b>Title of Work (Character)</b>	<b>Type of Work</b>
VA 1-639-102	Marvel Comics Style Guide	Visual Material
VA 1-659-545	Marvel Comics Style Guide	Visual Material
VA 1-800-941	Marvel the Avengers Movie Style Guide	Visual Material
TX 4-935-634	Captain America	Serial
TX 4-892-334	Hulk	Serial
TX 4-589-871	Incredible Hulk: Hercules Unleashed	Serial
TX 4-892-249	Rampaging Hulk	Serial
VA 1-951-043	MARVEL AVENGERS - CENTRAL CREATIVE TA STYLE GUIDE (BLACK WIDOW, CAPTAIN AMERICA, HAWKEYE, HULK, IRON MAN, LOKI, NICK FURY & THOR)	Visual Material
VA 1-952-750	MARVEL SPIDER-MAN GALLERY EDITION GLOBAL CREATIVE - STYLE GUIDE	Visual Material
PA 1-940-107	Avengers: Age of Ultron	Motion Picture
PA 1-596-370	Iron Man	Motion Picture
PA 1-742-095	Captain America: The First Avenger	Motion Picture
PA 1-891-126	Captain America: The Winter Soldier	Motion Picture
PA 1-598-628	The Incredible Hulk	Motion Picture

**EXHIBIT F****MARVEL PLAINTIFFS' TRADEMARKS**

<b>Trademark</b>	<b>Mark Drawing Code</b>	<b>Trademark Registration No.</b>	<b>Trademark Registration Date</b>	<b>Class of Goods</b>
AVENGERS	Standard Character Mark	Serial No. 86317922	Filed 6/23/14	30
CAPTAIN AMERICA	Standard Character Mark	4298586	3/5/13	30
AVENGERS AGE OF ULTRON	Standard Character Mark	Serial No. 86317845	Filed 6/23/14	30

**EXHIBIT G****LUCASFILM COPYRIGHTED DESIGNS**

<b>Copyright Registration</b>	<b>Title of Work (Character)</b>	<b>Type of Work</b>
RE 925-302	Star Wars: Episode IV – A New Hope	Motion Picture
PA 072-282	Star Wars: Episode V – The Empire Strikes Back	Motion Picture
PA 172-810	Star Wars: Episode VI – Return of the Jedi	Motion Picture
PA 933-148	Star Wars: Episode I – Phantom Menace	Motion Picture
PA 1-072-564	Star Wars: Episode II – Attack of the Clones	Motion Picture
PA 1-271-265	Star Wars: Episode III – Revenge of the Sith	Motion Picture
RE 903-682	Tie Fighter Chasing X-Starfighter	Visual Material
VA 1-762-350	Yoda	Visual Material
VA 134-990	Luke Skywalker	Visual Material
RE 905-920	Luke Skywalker	Visual Material
VA 971-032	Anakin Skywalker	Visual Material
VA 135-000	Boba Fett	Visual Material
VA 134-993	R2-D2	Visual Material
VA 134-943	R2-D2 and C-3PO	Visual Material
VA 971-030	C-3PO	Visual Material
VA 134-994	C-3PO	Visual Material
VA 1-843-230	Darth Vader and Son	Visual Material
VA 134-991	Darth Vader	Visual Material
VA 074-472	Darth Vader	Visual Material
VA 971-037	Darth Maul	Visual Material
VA 134-992	Princess Leia	Visual Material
VA 134-999	Han Solo	Visual Material